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MONTGOMERY, MCCrackEN,
WALKER & RHOADS, LLP
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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

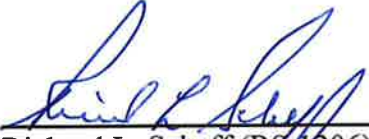
UNITED STATES OF AMERICA	:	S1 10-CR-654 (HB)
	:	
v.	:	
	:	
DOMINIC P. CAROLLO, et al.	:	MOTION TO ADMIT
	:	FRED F. FIELDING
Defendants.	:	<i>PRO HAC VICE</i>

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Richard L. Scheff, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

Fred F. Fielding
Morgan, Lewis, & Bockius LLP
1111 Pennsylvania Avenue, NW
Washington, DC 20004
Telephone: (202) 739-3000
Fax: (202) 739-3001
ffielding@morganlewis.com

Mr. Fielding is a member in good standing of the Bar of the District of Columbia. There are no pending disciplinary proceedings against Mr. Fielding in any State or Federal court.

Dated: December 16, 2011
New York, New York


Richard L. Scheff (RS 1206)
MONTGOMERY, MCCrackEN,
WALKER & RHOADS, LLP
437 Madison Ave., 29th Floor
New York, NY 10022
Attorney for Martin J. Stallone

Richard L. Scheff (RS 1206)
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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

UNITED STATES OF AMERICA	:	S1 10-CR-654 (HB)
	:	
v.	:	
	:	
DOMINIC P. CAROLLO, et al.	:	AFFIDAVIT OF RICHARD L. SCHEFF IN SUPPORT OF MOTION TO ADMIT FRED F. FIELDING PRO HAC VICE
Defendants.	:	

Richard L. Scheff, being duly sworn, hereby deposes and says as follows:

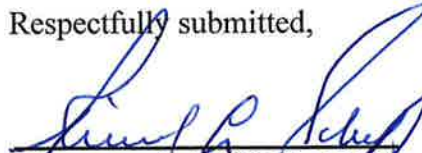
1. I am the chairman of Montgomery, McCracken, Walker & Rhoads, LLP, and counsel for Martin J. Stallone in the above-captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the motion to admit Fred F. Fielding as counsel *pro hac vice* to represent Investment Management Advisory Group, Inc., David Eckhart, and Martin J. Stallone (collectively, "Movants") in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law earlier this year (2011). I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Mr. Fielding since 2008.
4. Mr. Fielding has had a long and distinguished career. He is currently a partner of Morgan, Lewis & Bockius, LLP, in Washington, DC.
5. I have found Mr. Fielding to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Criminal Procedure and the Federal Rules of Evidence.
6. Accordingly, I am pleased to move for the admission of Fred F. Fielding *pro hac vice*.
7. I respectfully submit a certificate of good standing for Fred F. Fielding, issued by the District of Columbia on December 15, 2011, which is attached hereto as **Exhibit A**.

8. I respectfully submit a proposed order granting the admission of Fred F. Fielding *pro hac vice*, which is attached hereto as **Exhibit B**.

WHEREFORE, it is respectfully requested that the motion to admit Fred F. Fielding *pro hac vice*, to represent Movants in the above-captioned matter, be granted.

Dated: December 16, 2011
New York, New York

Respectfully submitted,


Richard L. Scheff (RS 1206)

Sworn before me this 16th
day of December 2011.

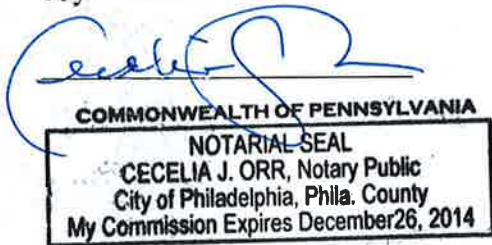


EXHIBIT A

**United States District & Bankruptcy Courts
for the District of Columbia
CLERK'S OFFICE
333 Constitution Avenue, NW
Washington, DC 20001**

I, **ANGELA D. CAESAR**, Clerk of the United States District Court for the District of Columbia, do hereby certify that:

FRED F. FIELDING

was, on the 4th day of September A.D. 1974 admitted to practice as an Attorney at Law at the Bar of this Court, and is, according to the records of this Court, a member of said Bar in good standing.

In Testimony Whereof, I hereunto subscribe my name and affix the seal of said Court in the City of Washington this 15th day of December A.D. 2011.



ANGELA D. CAESAR, CLERK

By: _____

A handwritten signature in blue ink, appearing to read "Angela D. Caesar", is written over a horizontal line.

Deputy Clerk

EXHIBIT B

Richard L. Scheff (RS 1206)
MONTGOMERY, MCCrackEN,
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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

UNITED STATES OF AMERICA	:	S1 10-CR-654 (HB)
	:	
v.	:	
	:	ORDER FOR ADMISSION
DOMINIC P. CAROLLO, et al.	:	<i>PRO HAC VICE</i> ON
	:	WRITTEN MOTION
Defendants.	:	

Upon the Motion to Admit Fred F. Fielding *Pro Hac Vice* in the above-captioned action, submitted by sponsor Richard L. Scheff along with an affidavit in support thereof and certificate of good standing from the District of Columbia, it is HEREBY ORDERED that:

Fred F. Fielding
Morgan, Lewis, & Bockius LLP
1111 Pennsylvania Avenue, NW
Washington, DC 20004
Telephone: (202) 739-3000
Fax: (202) 739-3001
ffielding@morganlewis.com

is admitted to practice *pro hac vice* as counsel for Movants Investment Management Advisory Group, Inc., David Eckhart, and Martin J. Stallone in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. As this action is assigned to the Electronic Case filing system, counsel will immediately apply for an ECF password at nysd.uscourts.gov.

Counsel will immediately forward the *pro hac vice* fee to the Clerk of the Court.

Dated: December ___, 2011
New York, New York

United States District/Magistrate Judge

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

UNITED STATES OF AMERICA	:	S1 10-CR-654 (HB)
	:	
v.	:	
	:	AFFIRMATION OF SERVICE
DOMINIC P. CAROLLO, et al.	:	
	:	
Defendants.	:	

I, Erin C. Dougherty, hereby certify that I caused a true copy of the foregoing Motion to Admit Fred F. Fielding, together with the supporting affidavit and accompanying exhibits, on all parties listed below:

Charles Reilly, Esq.
U.S. Department of Justice, Antitrust Division
26 Federal Plaza
New York, New York 10278
(By E-mail)

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Morristown, NJ 07962
Attorneys for Dominick P. Carollo
(By E-mail)

Dated: December 19, 2011
New York, New York


Erin C. Dougherty